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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

In re:

GIGA WATT, Inc., a Washington
corporation,

Debtor.

Case No. 18-03197 FPC 11

The Honorable Frederick P. Corbit

Chapter 11

**CHAPTER 11 TRUSTEE'S MOTION
FOR ORDER: (I) APPROVING
SALE OF CONDOMINIUM FREE
AND CLEAR OF ALL LIENS,
CLAIMS AND INTERESTS; (II)
APPROVING OVERBIDDING
PROCEDURES; (III)
AUTHORIZING PAYMENT OF
COMMISSION AND CLOSING
COSTS; AND (IV) GRANTING
RELATED RELIEF**

Telephonic Hearing

Date: September 22, 2020

Time: 10:30 a.m. PT

Telephone: (509) 353-3183

Chapter 11 Trustee's Motion
for Order: (i) Approving Sale
of Condominium, etc. - Page 1

1 Mark D. Waldron, in his official capacity as the Chapter 11 Trustee (the
2 “Trustee”), hereby moves (the “Motion”) the Court pursuant to 11 U.S.C. §§ 105
3 and 363, Rules 2002, 6004, and 9014 of the Federal Rules of Bankruptcy
4 Procedures (“Rules”) and Local Bankruptcy Rules (“LBR”) 2002-1 and 6004-1
5 for an Order, in the form attached hereto as Exhibit A:

6 1. Approving the sale (“Sale”) of a condominium located at 23684 NW
7 Cliffe Pointe Road 8-B, Quincy, WA 98848 (the “Condo”) free and clear of any
8 liens, claims or interests, pursuant to the Real Estate Purchase and Sale Agreement
9 and its addenda (the “Sale Agreement”), a copy of which is attached hereto as
10 Exhibit B;

11 2. Approving the following bidding procedures (“Bidding Procedures”:
12 Overbids to be received by the Trustee on or before September 18, 2020 by email
13 at mark@mwaldronlaw.com and to Trustee’s counsel by email at
14 pegan@potomacclaw.com. To be qualified, a bid must be in writing. It must also
15 indicate the source of cash consideration, including proposed funding
16 commitments, and demonstrate the financial ability to close on or before
17 September 30, 2020. The written offer must contain the same material terms as the
18 Sale Agreement, other than the increased purchase price. The initial overbid will
19 exceed the Purchase Price (which is \$315,000) by a minimum increment of
20 \$15,000. Therefore, the initial overbid must be in the amount of \$330,000 or
21 more. Subsequent overbids to be in minimum increments of \$10,000. If the
22 Trustee receives one or more bid(s) that meet all the requirements set forth herein

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1 (“Qualified Bid(s)”), then the qualified bidder(s) (“Qualified Bidders”) and the
2 Buyer may continue to bid at the Hearing in minimum subsequent increments of
3 \$10,000, until a winning bid is obtained. The Court will then decide whether to
4 approve the Sale to the winning bidder.

5 3. Authorizing the Trustee to pay (a) to RE/MAX Northwest Realtors a
6 commission of six percent (6%) of the gross purchase price (“Commission”), and
7 (b) the costs of closing the Sale, including any transfer fee charged by the
8 condominium association of the Condo (“Closing Costs”);

9 4. Finding that the Sale is in good faith, invoking the protections of the
10 Bankruptcy Code, including 11 U.S.C. § 363(m), and waiving the 14-day stay
11 provided by Bankruptcy Rule 6004(h); and

12 5. Confirming the sufficiency of Notice, both in manner and form.

13 The material terms of the Agreement are as follows:

	Description	Agreement
Buyer	Renee Michelle Hawkes and Gregory Lawrence Griffith	Exh. B, p. 1, Counter-Offer Addendum, line 3
Price	\$315,000 cash	Exh. B, p. 1, Counter-Offer Addendum, line 6
Deposit	Buyer pays refundable deposit of \$3,500 (the “ <u>Deposit</u> ”) to be applied to Purchase Price Buyer’s recourse in event of Seller’s breach is limited to Deposit.	Exh. B, p. 9, Financing Addendum, ¶ 1(a), line 9 Exh. B, p. 17, Trustee’s Addendum, ¶ 7
Asset Sold	Condominium located at 23684 NW Cliffe Pointe Rd. 8-B, Quincy, WA 98848	Exh. B, p. 1, Counter-Offer Addendum, line 2.

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	Description	Agreement
1	Closing Date	September 30, 2020 or earlier, unless parties otherwise agree
2		Exh. B, p. 19, Addendum/Amendment to Purchase and Sale Agreement, line 6
3		
4	Warranties	None, other than provided by title insurer.
5		Exh. B, p. 17, Trustee's Addendum, ¶¶ 4-6, and 11.
6	Conditions	Buyer obtains financing
7		Exh. B, p. 9, Financing Addendum, ¶ 1(a)
8		Court approval.
9		Exh. B, p. 1, Counter- Offer Addendum, lines 19-20, Exh. B, p. 16, Trustee's Addendum, ¶ 2
10		
11		Subject to Overbids
12		Exh. B, p. 16, Trustee's Addendum, ¶ 2, last sentence

13 This Motion is supported by the *Memorandum of Points and Authorities in*
14 *Support of Motion of Chapter 11 Trustee's Motion for Order: (i) Approving Sale*
15 *of Condominium Free and Clear of All Liens, Claims and Interests; (ii) Approving*
16 *Bidding Procedure; (iii) Authorizing Trustee to Pay Commission and Closing*
17 *Costs; and (iv) Granting Related Relief and the Declaration of Mark D. Waldron*
18 *Motion of Chapter 11 Trustee's Motion for Order: (i) Approving Sale of*
19 *Condominium Free and Clear of All Liens, Claims and Interests; (ii) Approving*
20 *Bidding Procedures; (iii) Authorizing Trustee to Pay Commission and Closing*
21 *Costs; and (iv) Granting Related Relief (the "Waldron Declaration"), filed*
22 *herewith.*

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1 As set forth in the Waldron Declaration, there are no underlying liens on the
2 Condo and the property taxes and homeowners' association dues and assessments
3 for the Condo are current. A legal description of the Condo is appended to the the
4 proposed Order, which is attached hereto as Exhibit A.

5 Notice (the "Notice") in substantially the form attached hereto as Exhibit C,
6 will be served upon the Master Mailing List, the Buyer, the Broker, and the
7 homeowners' association of the Condo.

8 WHEREFORE, the Trustee respectfully requests entry of an Order:

- 9 1. Granting the Motion in its entirety;
- 10 2. Approving the Sale free and clear of all liens, claims and interests;
- 11 3. Approving the Bidding Procedures;
- 12 4. Authorizing the Trustee to pay the Commission and Closing Costs;
- 13 5. Finding that the Agreement is entered into in good faith and waiving
14 the 14-day stay set forth in Bankruptcy Rule 6004(h);
- 15 6. Approving the Notice; and
- 16 7. Granting such other and further relief as the Court deems necessary
17 and just.

18 Dated: August 20, 2020

POTOMAC LAW GROUP PLLC

19 By: /s/ Pamela M. Egan
20 Pamela M. Egan (WSBA No. 54736)

21 *Attorneys for Mark D. Waldron, Chapter 11*
22 *Trustee*

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